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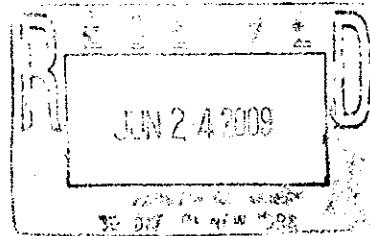
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June 23, 2009

VIA UPS OVERNIGHT MAIL

Clerk
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY 10004-1408

Re: General Motors Corp., et al
Chapter 11 Case No. 09-50026 (REG)



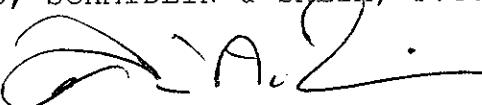
Dear Sir/Madam:

Enclosed please find Objection to Cure Amount, which we would appreciate your filing in the above captioned matter on behalf of our client, Shively Brothers, Inc.

Thank you for your assistance in this regard.

Sincerely,

HICKS, SCHMIDLIN & SALIM, P.C.

By: 

David A. Salim

DAS:bc
Enclosure
cc: Shively Brothers, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: Chapter 11 Case No.

GENERAL MOTORS CORP., et al, 09-50026 (REG)

Debtors (Jointly Administered)

OBJECTION TO CURE AMOUNT
OF SHIVELY BROTHERS, INC.

Shively Brothers, Inc., by and through its undersigned counsel, hereby files its objection to the Cure Amount for the reasons and in the amount stated on the Addendums annexed hereto and made a part hereof.

Respectfully submitted,

HICKS, SCHMIDLIN & SALIM, P.C.
Attorneys for Shively Brothers, Inc.

By:


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Dated: June 23, 2009

ADDENDUM #1

In addition to the Cure Amount provided on the Contract Website, Shively Brothers, Inc. should also be paid pre-June 1 Receivables not listed in e-DACOR, totaling \$127,962.94, itemized on the attached Schedule #1

SCHEDULE #1

Type	Our Ref	PO #	Date	Original Amount	Outstanding Amount
Invoice	IN0052850	4/30/2009 LTS78730		5.88	5.88
Invoice	IN0033049	5/22/2008 INR63938		13.60	10.20
Invoice	IN0049694	2/26/2009 TAR20798		14.75	14.16
Invoice	IN0048619	2/6/2009 FGR75629		17.00	16.66
Invoice	IN0050802	3/20/2009 FGR77083		17.00	16.66
Invoice	IN0045762	12/4/2008 MRR22741		32.54	16.68
Invoice	IN0049686	2/26/2009 MAR78401		22.74	22.74
Invoice	IN0050092	3/5/2009 FGR76634		32.50	31.20
Invoice	IN0050376	3/11/2009 FGR76634		32.50	31.20
Invoice	IN0042279	10/9/2008 INR65694		35.72	35.72
Invoice	IN0044103	11/5/2008 INR66229		39.96	39.96
Invoice	IN0023665	1/7/2008 RMR13345		40.92	40.92
Invoice	IN0048258	1/30/2009 FGR75208		49.08	44.17
Invoice	IN0030826	4/21/2008 INR62995		56.91	56.91
Invoice	IN0040217	9/8/2008 TTR25822		60.84	60.84
Invoice	IN0043634	10/30/2008 INR65962		81.30	81.30
Invoice	IN0048786	2/11/2009 FGR75702		91.00	87.42
Invoice	IN0050381	3/11/2009 FGR76702		102.12	101.16
Invoice	IN0048484	2/4/2009 FGR75208		114.52	103.07
Invoice	IN0043119	10/23/2008 INR66084		107.16	107.16
Invoice	IN0048884	2/12/2009 FGR75629		153.00	149.94
Invoice	IN0051062	3/25/2009 FGR77083		153.00	149.94
Debit Mem	DM0051400	3/31/2009 FHS16088		153.60	153.60
Invoice	IN0049095	2/16/2009 FGR75702		166.00	159.36
Invoice	IN0043116	10/23/2008 INR65513		180.95	180.95
Invoice	IN0053235	5/8/2009 TAR21972		194.50	194.50
Invoice	IN0040429	9/11/2008 FGR69146		208.76	208.76
Invoice	IN0051700	4/6/2009 FGR77468		552.88	230.72
Invoice	IN0053510	5/13/2009 TCR19934		281.00	281.00
Invoice	IN0051986	4/14/2009 FHS16099		344.30	344.30
Invoice	IN0047340	1/9/2009 FHS16087		367.60	367.60
Invoice	IN0053944	5/26/2009 FHS16099		532.20	532.20
Invoice	IN0050550	3/16/2009 FGR76702		587.88	582.00

		Summary Invoice for Gage Technicians for the week of 5/18/09			
Invoice	IN0053705	5/19/2009 HFV6-GAGE090518	1,502.00	1,502.00 PVB00028	
Invoice	IN0053129	5/6/2009 RMS30715	2,125.15		2,125.15
Invoice	IN0045737	12/4/2008 GMS26045	2,980.00		2,980.00
Invoice	IN0053520	5/14/2009 ROM-200905-WK19	91,065.24		2,901.52
Invoice	15740	1/10/2008 tar09926	2,970.00		2,970.00
Invoice	IN0052621	4/27/2009 FHS16099	3,250.92		3,250.92
Invoice	IN0053542	5/14/2009 GMS26623	4,200.00		4,200.00
Invoice	IN0053959	5/26/2009 GMS333810	4,815.00		4,815.00
Invoice	IN0051416	4/11/2009 TCR20854	104,507.30		8,353.64
Invoice	IN0053735	5/20/2009 GMS33892	9,740.52		9,740.52
Invoice	IN0053937	5/26/2009 M4-20090525	12,758.46		12,758.46 MRB00383
Invoice	IN0054129	5/29/2009 POP-0905	87,632.27		68,006.85 CM program
			Total	127,962.94	

ADDENDUM #2

In addition to the Cure Amount provided on the Contract Website, Shively Brothers, Inc. should also be paid its inventory claim related to:

- Excessive inventory;
- Obsolete inventory;
- Plants closing or to be closed;

Totaling \$1,875,707.00, as itemized on the attached Schedule #2

SHIVELY BROS., INC.

Contract #	PROGRAM	LINE OR PLT	Closing Date	Active Until Closing	OBsolete / No Sales Over A Year		2009 - 2010 Close		Extended Inventory Value		Curing Value Total	NOTE
					Over A Year	Close	2009 - 2010 Close	Value	Inventory Total	Value		
FHB01351	GMPT Flint North	Components	Dec-10	\$364,951	\$0	\$159,045	\$523,996	\$523,996	\$523,996	\$523,996		
FGB07561	Grand Blanc Metal Center	Grand Blanc	Not Closing		\$633		\$633	\$633	\$633	\$633		
PVB00028	GMPT Flint Engine South	HFV6	Not Closing		\$8,178		\$8,178	\$8,178	\$8,178	\$8,178	2009 Durables	
PVB00023	GMPT Flint Engine South	LS/L6	Closed		\$28,524		\$28,524	\$28,524	\$28,524	\$28,524	Plt Closed the end of May	
GRB31111	MFD-TDO	Grand Rapids	Dec-09		\$34,595		\$34,595	\$34,595	\$34,595	\$34,595	Material in stock only for this plt	
FMB40525	MFD-TDO	Mansfield	Dec-09		\$23,764		\$23,764	\$23,764	\$23,764	\$23,764	Material in stock only for this plt	
DEB15133	MFD-TDO	ALL FOUR	Flint / Marion	Not Closing	\$200,524		\$200,524	\$200,524	\$200,524	\$200,524	Shared items that were normal usage before last year's slowdown	
TCB08309	GMPT-PPO	Pontiac	Not Closing		\$960		\$960	\$960	\$960	\$960	Material is sitting in the plt	
WAB11675	GMPT-WARREN	Warren	Dec-10		\$9,242		\$8,095	\$17,337	\$17,337	\$17,337	consigned	
TAB01263	GMPT-Tonawanda	3.9L	Jun-09		\$726,251		\$726,251	\$726,251	\$726,251	\$726,251	Leaving	
TAB01263	GMPT-Tonawanda	10075 Cams	Closed		\$15,622		\$15,622	\$15,622	\$15,622	\$15,622	Line is gone.	
TAB01263	GMPT-Tonawanda	ALL OTHERS	Rest of Plant staying open?		\$295,323		\$295,323	\$295,323	\$295,323	\$295,323		
					\$1,285,257		\$225,499	\$1,875,707	\$1,875,707	\$1,875,707		